

**FIRST AMENDMENT
TO SUPPORT AND MAINTENANCE AGREEMENT NUMBER F001232
WITH N. HARRIS COMPUTER CORPORATION**

This First Amendment to Agreement number F001232, dated July 21, 2016 ("Agreement") is made as of this 20th day of July, 2017, by and between the City of Santa Rosa, a municipal corporation ("City"), and N. Harris Computer Corporation, a Canadian Corporation ("Harris").

RECITALS

- A. City and Harris entered into the Agreement for Harris to provide support and maintenance of the MeterSense Software.
- B. On July 20, 2017, City and Harris amended the Software Implementation Services Agreement, number F001225, adding a Statement of Work for a Water Conservation Software Manager.
- C. City and Harris now desire to amend the Support and Maintenance Agreement for the purpose of adding support and maintenance services fees for years two through five and adding the associated support and maintenance fees for the MeterSense Water Conservation Manager Software.

AMENDMENT

NOW, THEREFORE, the parties agree to amend the Agreement as follows:

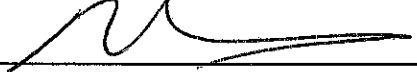
1. Section 5. Exhibit 1 (Annual Support and Maintenance Fee) to Section 5 of the Agreement is replaced by Exhibit 1-A to this Amendment.

All other terms of the Agreement shall remain in full force and effect.

Executed as of the day and year first above stated.

N. HARRIS COMPUTER CORPORATION

Signatures of Authorized Persons:

By: 

Print Name: PETER FANOUS

Title: EVP

By: _____

Print Name: _____

Title: _____

CITY OF SANTA ROSA

a Municipal Corporation

By: _____

Print
Name: _____

Title: _____

APPROVED AS TO FORM:

Office of the City Attorney

Attachment – Exhibit 1-A – Annual Support and Maintenance Fees

N. HARRIS COMPUTER CORPORATION

Signatures of Authorized Persons:

By: 

Print Name: Chris J. Lewis

Title: EVP.

By: _____

Print Name: _____

Title: _____

CITY OF SANTA ROSA

a Municipal Corporation

By: _____

Print Name: _____

Title: _____

APPROVED AS TO FORM:



Office of the City Attorney

Attachment – Exhibit 1-A – Annual Support and Maintenance Fees

Exhibit 1-A
Annual Support and Maintenance Fees

Support and Maintenance Fees, Meter Data Management Software:

Year 1 - \$52,245
Year 2 - \$54,336
Year 3 - \$56,509
Year 4 - \$58,769
Year 5 - \$61,120

Training, Support and Maintenance Fees, Water Conservation Manager:

Review Period (9 months after installation date) - \$0
Year 1 (one day after end of review period) - \$26,500
Year 2 - \$42,000
Year 3 - \$42,000
Year 4 - \$42,000
Year 5 - \$42,000